

HM #37 - "The Rattle of the Snake"
Written By: Steven Melching (SE: DS)
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FADE IN:

Int. MAA's workshop - day

BLURRY POV ON MAA - with an arc-welder, as <ARCING SPARKS> shower past him. He's looking down, working on something OS.

REVEAL (the POV belongs to) FISTO - lying on a lab table, woozy, barely coming into consciousness.

Fisto
Duncan...How did I-- What
happened...There was that spider
army...a landslide..you and your
Masters, trapped..

Man-at-arms
You rescued us by punching through
the mountainside. Shattered your
hand in the process. I thought that
as long as you needed a replacement
we'd go a little...bigger.

FISTO - getting more lucid, sees he's now got a HUGE MECHANICAL HAND (much bigger now). Hefty rivets hold it together. He flexes the hand, open-shut-open. Nods & smiles.

Fisto
(weakly smiles) Strongest right hand
in the land.

INCLUDE MAA - as he turns to put his tools away -- Fisto reaches out and grabs his arm, weakly.

Fisto
Duncan...About what
happened...during the Great Unrest--

CLOSE ON MAA - still not letting go of the past -- looks coldly, is about to say something, when.. ADJUST TO DOORWAY - Suddenly TEELA appears in the doorway.

Teela
Father...the King needs us. Some
kind of trouble in Spelea.

TEELA hurries off. MAA starts out. FISTO weakly gets up.

Fisto
Uh Trouble, huh? I'm coming too.

MAA continues out PAST CAMERA, frowns. FISTO follows in b.g.

Int. Spelean GATES - eternal night

ON A TUNNEL - FRANTIC ACTIVITY! 5 SPELEAN SOLDIERS (the bat people) FLY PAST CAMERA -- emitting loud bat noises. CAMERA SHAKES as we hear <OS HEAVY BLOWS OF A BATTERING RAM>

CLOSE ON GATES (the massive doors to Subternia, as seen in "Underworld">> as the 5 HUGE Speleans fly in and desperately PUSH against the huge door, to hold it shut as it SHUDDERS under each BATTERING RAM IMPACT. Various Speleans SHOUT frantic orders:

Spelean soldiers (o.S.)
Walla - Hurry!/We need more
braces!/Forward, Keep it moving
Keep it moving/etc.

WIDER - The huge fortified doors to the underworld are closed and bolted, with several makeshift braces shoring them up. <We see other SPELEANS flying around in the FG - to convey a sense of panic and urgency> Speleans stand on the floor or hang from the walls and ceiling to steady the gates and braces. The wood begins to SPLIT under the assault.

DRAMATIC UPSHOT- LORD DACTYS flies into scene & lands, flanked by 6 GUARDS, who unsheathe distinctively curved Spelean swords. Dactys dramatically unsheathes his last.

Lord Dactys
The doors will not hold! Prepare
for battle!

THE SPELEAN SOLDIERS - draw back from the door, draw similar weapons, grim-faced.

LOW ANGLE - The gates CRACK APART under the blows of a huge BATTERING RAM. Eight CALIGAR WARRIORS (Whiplash's race, as seen in "Underworld") charge through the jagged opening!

CLOSE - The Caligar's leader, CERATUS, raises his WAR club:

CerATUS
Attack!

FAVOR DACTYS - He raises his sword.

LORD DACTYS
To the last!

THE SPELEANS - take flight to meet the invaders!

WIDE - A wall of Caligars SLAMS into a wave of Speleans with a tremendous CLASH of Spelean steel vs. Caligar war club and tail. Warriors on both sides go flying...

ANGLE - A Caligar PUMMELS a Spelean with his club. Another Spelean SWOOPS PAST UPSIDE DOWN to return the favor, and KNOCKS him flat.

TWO SPELEANS - GRAB a Caligar, FLY up over the battle, and roughly DROP him onto two of his comrades.

DRAMATIC ANGLE - The Caligar leader, CERATUS, leaps INTO FRAME and lands between two Speleans. He WHOMPS one with his club and BASHES the other with his tail...<<this guy can *fight* -- that's why he's the leader> so that he now has a clear view of his opponent:

Ceratus
(calling) Dactys! Your treachery
ends today!

DACTYS - glares at Ceratus, his eyes burning with hatred.

LORD DACTYS
(calling) You will pay for this
invasion with your life, Ceratus!

ANGLE - The two leaders charge to meet each other. <<NOTE: let's make this dramatic and badass - two titans fighting - we should really see why these two are the leaders> Dactys flies low & fast towards Ceratus -- who leaps up to meet him, with a huge swing of his WAR CLUB.

DACTYS - in mid-air, DODGES the blow, which SHATTERS a stalagmite ...

As CERATUS lands, DACTYS swoops back and counters with a sword strike, which Ceratus DEFLECTS with his war club...DACTYS then whips a wing around & knocks the club away.

CERATUS and DACTYS circle each other a beat. Now clubless, Ceratus looks like he's at an disadvantage, but as Dactys

attacks with his sword -- Ceratus spins and counters with his tail! Then CERATUS does a quick cool move and lashes at Dactys with his huge claw, digging into the bat-leader's flesh, sending DACTYS reeling back.

FAVOR CERATUS - he picks up his fallen war club from near a wall & advances toward a dazed Dactys, ready to destroy him.

CERATUS
I will rid Eternia of your kind
once and for all!

ANGLE - when suddenly...THE WALL SMASHES DOWN - sending CERATUS reeling back...

THE SPIT BULL charges through the breached wall -- inside it are FISTO, KING RANDOR, ADAM, MAA & TEELA.

RANDOR jumps out as Dactys hurriedly joins him -- thinking he has an ally in Randor:

Randor nods to MAA who triggers the SPIT BULL to fire a huge glob of sticky hissing goop into the fray -- making the combatants leap clear.

ANGLE - Caligars & Speleans turn to look at the source of this..as RANDOR - calls out with regal presence.

RaNDOR
Stop this madness! Lay down your
weapons at once!

CLOSE ON CERATUS - he begrudgingly nods and lets loose some cool CALIGAR ROAR at his soldiers. They stop.

CLOSE ON DACTYS - he too bat-ROARS to his soldiers.

WIDE - the 2 sides move to GROUP behind respective leaders, Dactys & Ceratus - who are each out of breath & slightly tattered from their battle. The Masters join Randor in the middle.

Ceratus
(angry) Nine members of my tribe
have disappeared, kidnapped by
Speleans!

FAVOR DACTYS - He's enraged by the accusation - his wings dramatically open:

LORD DACTYS

Lies!

ANGLE - The angry Caligar Warriors step forward, GROWLING. MAA & Adam BLOCK their advance with mace and sword, keeping the warring parties apart <<ala cops doing crowd control.>>

REVERSE - Teela and Fisto do the same with the Speleans, holding them back with staff and fist.

Suddenly CALIGARS all Walla to see something OS...

Caligars
<surprised WALLAS>

REVEAL - a CALIGAR SOLDIER - battered and weak stumbles in, through the breached gate. CERATUS is taken aback:

Caligar soldier
It wasn't Speleans...

PUSH IN ON THE CALIGAR - as we DISSOLVE TO QUICK
FLASHBACK...

INT. SUBTERNIA TUNNEL - FLASHBACK, HOURS EARLIER

We see 9 LARGE CALIGARS on patrol (including the now-battered Caligar -- the one having the flashback)

Caligar soldier(VO)
We were on patrol...when they
attacked...

Suddenly a CEILING BURSTS down...QUICK CANTED ANGLES: TUNG LASHOR, KOBRA KHAN, SSSQUEEZE -- each drop down..<<NOTE: all look very menacing, and visibly stronger as result of the Ambrosia they ate in ep 36.>>>

CLOSE ON CALIGARS -- raise their clubs to fight, but to no avail...

QUICK SHOTS: SNAKE GUYS charge fast and furious, with more strength and speed than we've ever seen them have. (TUNG LASHOR'S tongue knocks *three* back...KOBRA KHAN spins furiously and whomps TWO CALIGARS)

CALIGAR SOLDIERS go flying past camera.

CLOSE - A SIDE WALL bursts in...(half-covering a Caligar in rubble, the guy who's now having the flashback) and KING

HISS strides in...he too is more powerful from the ambrosia.

King hiss
They will do.

ANGLE ON THE RUBBLE - THE CALIGAR SOLDIER is half-buried, as he looks out -- but he's unseen by the Snake Men. END FLASHBACK.

INT. SPELEA - BACK TO PRESENT

BACK TO PRESENT - MATCHING ON CALIGAR SOLDIER -- looking devastated.

ADAM - surprised, stands by MAA, who's taking all this in.

Adam
Never knew Snake Men could burst
through walls. Unless..

Man at ARMS
--Yes, their strength has
increased since devouring
Webstor's ambrosia-filled eggs.

DACTYS - seethes at Ceratus.

Dactys
So with no proof, he attacks my
people -- an aggression based upon
lies.

CERATUS - sneers -- ignores Dactys & addresses Randor.

Ceratus
I must go rescue my soldiers
before harm comes to them.

ON RANDOR - holds out a restraining arm.

RaNDOR
No. Man At Arms and the Masters
will search for them.

RANDOR - is firm as he speaks to both Ceratus and Dactys.

RaNDOR
We have more important work to do
here. There is too much distrust

amongst your peoples. A new peace
treaty must be forged.

ANGLE - Dactys and Ceratus eye each other with suspicion.

LORD DACTYS
That is unlikely.

Int. Column cavern - subternia - etERNAL NIGHT

WIDE - A vast cavern with dozens of merged stalactite-stalagmite columns connecting the ceiling to the floor, hundreds of feet below. A carved staircase spirals around one of the columns, the only way down. MAA & ADAM lead the way, followed by Teela and Fisto.

TWO SHOT - Teela talks with Fisto.

Teela
I can't believe my father never
spoke of you. Huh! (shakes her
head, amazed) I never even knew I
had an uncle.

Fisto
I left home at an early age.
Duncan was just a kid. I returned
to fight in the Great Unrest. He
thinks I deserted.

TEELA - nods, then gently presses him:

TEELA
Yes. (then) Did you?

FISTO - is troubled, frustrated.

FISTO
I...don't know. There was a big
battle...but I don't remember much
else.

MAN AT ARMS (O.S.)
I found something.

AT THE BASE OF THE COLUMN - MAA kneels on the cavern floor,
examining some TRACKS. ADAM kneels beside him.

Adam
Snake Men tracks...and those look

like Caligars...At least we know
they're alive--

MAN AT ARMS
(grim) Yes, until King Hiss gets
hungry.

WE TRAVEL DOWN THROUGH THOUSANDS OF FEET OF ROCK STRATA...

Wipe to:

Int. Drilling tunnel - subternia - etERNAL NIGHT

WIDE - Water DRIPS from the roof of this tunnel in deep Subternia. Dim light radiates from several types of BIOLUMINESCENT FUNGI growing on the walls and ceiling. A <GRINDING> sound echoes through the passage.

CAMERA FINDS - A HUGE DRILL BIT (primitive technology - perhaps made from large stones)- BORES into the wall of the tunnel, CHEWING its way into solid rock. As WE ADJUST ANGLE - we see bit is part of a crude machine, powered by the efforts of the 7 captured Caligars. They labor under the supervision of SNAKE MEN. <<NOTE: The Caligars are chained to a huge horizontally-oriented WHEEL, which they strain to keep rotating (think the "wheel of pain" in the *Conan* movie)>>>

ANGLE - TUNG LASHOR paces nearby...and <CRACKS> his whip-like tongue to urge them on. A Caligar - FLINCHES under the lash.

Tung lashor
Faster! <tongue crack> Push faster
lizard scum!

SSSQUEEZE supervising the Caligars turns to call PAST Camera.

SSSQUEEZE
We have almost broken through my
king.

DRAMATIC - KING HISS, in single-head mode, watches with the slaves with pleasure, sucking down the tail of Caligar number 8! Like a piece of spaghetti...!

King hiss
This world will soon tremble under
a power unseen in a thousand

years.

Int. snake temple - etERNAL NIGHT

ANGLE ON A CAVERN WALL - The massive drill bit CHEWS its way into a cavern. It WITHDRAWS, leaving behind a passageway. Four SHADOWY SNAKE FIGURES walk down the tunnel INTO VIEW (heading TOWARDS CAMERA) and pause at the threshold.

CLOSER - It's King Hiss, Kobra Khan, Sssqueeze, and Tung Lashor. They look at the sight before them, awestruck.

OTS SNAKE MEN - PUSH PAST them to REVEAL the SNAKE TEMPLE in all its ominous glory. <<<NOTE: Make this a big jaw dropping moment. ShouldN'T look LIKE something from indiana jones.>> A vast, ornate chamber dominated by 4 ENORMOUS (20 ft. long) STONE snakes - hewn from the walls. Snake iconography everywhere, including BAS RELIEF SCULPTURES and SNAKE LANGUAGE. The far end of the Temple has a staircase leading up to a raised dais, complete with an altar and a slab that might have been used for sacrifices. Twin LAVAFALLS behind the dais provide an eerie illumination.

King hiss
Behold the Temple of Aspis, God of
the Snake Men.

KING HISS - is flush with anticipation.

KiNG HISS
Once he is free, Eternia will fall
before us, as it did thousands of
years ago...

CLOSE ON HISS - and on his sinister glee, we...

END OF ACT ONE

ACT TWO

Int. Crystal passage - etERNAL NIGHT

WIDE ON VAST OPEN CHAMBER made of MULTICOLORED MINERAL CRYSTALS (imagine the inside of a geode blown up to huge proportions>> CAMERA finds MAA and FISTO climbing hand over hand down a SHEER WALL MADE OF BRITTLE CRYSTALS which seem to GLOW from the illumination provided by MAA's mace. <<think of mountain climbers descending the sheer face of a mountain>> ADAM and TEELA are a little higher on the

precarious wall, also climbing down.

Man at arms
(with effort) The tracks that led
us here weren't more than a few
hours old. We're getting close.

ADAM
(quipping, with effort)
Snake Men oughta think about
putting in a staircase.

FAVOR FISTO - who's huge hand clamps into the wall, taking
huge gouges out as he climbs down. He gets on a tiny
foothold that's across from MAA -- so they're on the same
mini-ledge that's no bigger than three inches.

FISTO
So King Hiss and the Snake Men
once conquered Eternia, and now
just the four of us are gonna take
'em on -- alone. Yeah that makes
sense.

MAA - mid climb, coldly looks at Fisto:

MAN AT ARMS
If you don't think you're up to
it, you know the way back.

FISTO - hangs by his smaller hand, as he scowls and holds
up the giant fist, threateningly.

FISTO
(threatens) You gave me this fist.
How'd you like it back?

MAA scowls, raises his Mace (hanging on with his other
hand)

MAN AT ARMS
Any time you say...

Suddenly, the mini-ledge that MAA and Fisto are on crumbles
and they go tumbling down the sheer face --- maybe 30
yards.

FISTO/MAA (PARTIAL OS)
Yaaaa Whooaa..<impact
GRUNTS><pained Unh>

ADAM looks down -- winces.

Adam
Oooh That's gotta hurt.

ON GROUND - MAA & FISTO get up, battered but okay. Scowl at each other like they're ready to come to blows. TEELA jumps down off the wall, gets between them to defuse the tension.

Teela
We've beaten King Hiss before,
Uncle. In fact, one of his
generals is locked up in the
Eterian stronghold right now.

WIPE TO:

Int. High security isolation cell block - DAY

The hunched-over form of RATTLOR sits in an upright fetal-position a shadowy corner of his cell, his back to CAMERA. His breathing is HISSY and LABORED as we hear his OS voice:

Rattlor (o.S.)
(pained, calling) Guard...Guard...!

REVERSE ANGLE - ROBOTO and a ROBO-GUARD approach the cell.

ROBOTO
What is it, prisoner?

RATTLOR - remains in his clenched posture, motionless.

RATTLOR (o.S.)
Ssssick...Need help...

ROBOTO turns to the Robo-Guard; they both carry STUN STAFFS.

Roboto
According to my database, the
"sick" tactic is often a trick
employed by prisoners attempting
escape. Keep your weapon trained
closely on him.

Roboto DEACTIVATES the ENERGY BARRIER.

INT. PRISON CELL - CONT.

RATTLOR is still & unmoving as Roboto approaches with extreme caution. Robo-Guard keeps his distance & his weapon trained.

roBOTO
I will take you to the infirmary--

ANGLE ON RATTLOR - no movement...

Rattlor

Haaaah!

WIDE - RATTLOR in f.g. is totally still. ..as Roboto and the Robo-Guard slowly move in closer - weapons trained.
<<let's draw this out for tension>>

ROBOTO cautiously pokes him...and RATTLOR COLLAPSES -- he was nothing more than an empty HUSK of SHED SNAKE SKIN!

LOW ANGLE - Roboto REACTS with urgency...sounds an ALARM (TBD) on his outfit. <perhaps we see some gadget click into place, or some light on his visor starts beeping>

...as the real Rattlor LEAPS down from the ceiling overhead with a terrifying <HISS!>...about to land on Roboto.

ROBOTO quick-pivots on his robotic feet, sending RATTLOR off balance so he flies off and hits a wall. <SMASH> but is left unfazed. His tail starts to RATTLE ominously.

ROBOTO whirls to attack with his LASER. Rattlor quick-juts his jaw out & nabs the Robo-Guard with his mouth using him as shield. The laser strikes the Guard. Pieces of him break off, as laser blasts ricochet off, bounce around the cell.

ROBOTO moonwalks & zips backwards, dodging errant laser blasts. He comes out of his move to see:

RATTLOR has the broken Guard in his jaw, draws his jaw back then shoots it out -- hurling the Robo-Guard like a missile.

ROBOTO gets knocked in the gut by the hurled heavy robot guard and smashes into a wall. <SOUND OF WHEEZING CIRCUITS>

CLOSE - Rattlor FLICKS his forked tongue, "smelling" the air. He catches the scent he's after.

RATTLOR
I'm coming, my king.

Int. SNAKE TEMPLE - etERNAL NIGHT

TRACK KING HISS - as he climbs a staircase, carved to look like a snake, that winds its way up to the dais. <<NOTE: The lighting in here should be very ominous/dramatic & cool.>> SSSQUEEZE follows him up the stairs.

WIDE, DRAMATIC ANGLE - Tung Lashor, Kobra Khan, 6 SNAKE SOLDIERS, and the 7 captive Caligars stand below (in chains). Hiss reaches the dais & gestures at the temple.

KiNG HISS
This temple was built by our
ancestors to honor their deity.

KING HISS - looks down at his subjects. SSSQUEEZE is beside him.

KiNG HISS
Here we will find the means to
revive Ceratus. Then we shall
journey to awaken him, and his
wrath will cleanse the world.

KHAN, next to TUNG LASHOR - marvels at his surroundings.

KoBRA KHAN
We will rule again...

TuNG LASHOR
We? You were never there the first
time.

KHAN glares up at the superior Tung Lashor, chastised.

ANGLE - King Hiss points down at the shackled Caligars.

KiNG HISS
The enslaved Caligars will make a
fine victory feast. Bring them.

TUNG LASHOR - CRACKS his tongue, urging the Caligars toward the stairs.

TuNG LASHOR
Move!

THE CALIGARS - resist, but then KHAN steps forward, his neck flares & he shoots venom, which hits inches from the Caligars. They cower, then start to climb stairs.

WIDE - At the top of the stairs, Sssqueeze GRABS a Caligar

<<who's still chained to the others>>> with his long constrictor arms and holds him up before Hiss.

DRAMATIC ANGLE - King Hiss SPLITS into his MULTI-HEADED form!

KiNG HISS

Yessss...

MAN AT ARMS (o.s.)

No!

WIDER - There's a <WHISTLING> sound, and MAA's mace suddenly STREAKS INTO FRAME and SLAMS into Sssqueeze's gut!

SSSQUEEZE - lets go of the Caligar as the IMPACT sends him flying backwards.

ANGLE ON THE SNAKE MEN - Khan, Tung Lashor, and the Snake Soldiers whirl around.

DRAMATIC ANGLE - MAA, Adam, Teela, and Fisto stand ready in the center of the Temple. MAA quickly addresses Adam.

Man at arms

Adam...

Adam

Uh, right.. Find my way back to Spelea and alert my father.

ADAM runs off, even as Teela casts a quick puzzled look.

KING HISS - eyes the intruders with his multiple heads.

KiNG HISS (HEADS in unison)

You dare to dishonor this Temple?!
(to his men) Destroy the infidels!

THE SNAKE MEN - charge!

FISTO - smashes his giant fist into his palm, eager.

FISTO

Come and get it.

ANGLE - Four Snake Soldiers swarm Fisto. He SWINGS at one of them, but the agile warrior DODGES with his snake speed -- then WALLOPS Fisto with a tail strike.

FISTO

Ooooo Fast little devils-- Oomph!

FISTO staggers, but recovers, spins & WHOMPS a Snake Man with a big punch...sending him thru the wall! But another Snake Soldier slips up behind & WHOMPS him with a tail strike!

WIDER - Fisto goes down hard. Two Snake Soldiers jump him...

TEELA - SPINS her Cobra Staff, facing off against: TUNG LASHOR - who CRACKS his tongue -- <<it's mightier than ever, now that he's fueled with ambrosia>> ready to fight.

TRACK TEELA - She LEAPS toward Tung and SWINGS her staff. Tung uses his enhanced snake speed and flexibility to DODGE a series of quick strikes from Teela.

TUNG BACKFLIPS away, then LASHES out with his mighty tongue. WIDER - TL's tongue CRACKS with an ear-splitting <SNAP>. The force of the sonic boom sends Teela TUMBLING.

TRACK - SSSQUEEZE - He LEAPS off the dais and ARCS thru the air towards MAA -- MAA's mace clenched in his snaky hand.

SSSQUEEZE

Allow me to return this!

MAA - tracks him with his wrist cannon and takes aim...

SSSQUEEZE - SWINGS the mace with his long arm...FAVOR MAA - ...and mightily WHACKS the cannon before he can fire, SMASHING it. The cannon EXPLODES -- sending MAA backwards..

The BLAST propels MAA thru a wall & OS with tremendous force. A pile of rubble falls where he breached the wall.

FISTO - THROWS OFF the Snake Men and moves to aid OS MAA.

FISTO

<strength effort> Duncan!

ANGLE - Before he takes 2 steps, Tung's tongue WHIPS INTO FRAME & WRAPS around Fisto's neck lifting him off the ground!

EXT. ADJOINING TUNNEL - SAME time

ADAM lifts his sword and TRANSFORMS to HE-MAN.

Adam /HE-MAN
By the power of Grayskull/I HAVE
THE POWER!

INT. SNAKE TEMPLE - cont.

BACK ON Fisto - struggling against Tung's asphyxiating hold.

FISTO
<strangulation cry>

TEELA - recovers and moves to help, brandishing her staff.

TeeLA
Hang on, uncle!

KHAN - suddenly LEAPS INTO FRAME. He SNAPS OPEN his hood...and SPITS VENOM!

KoBRA KHAN
Hate to ruin that pretty face.

ON TEELA - she gets her staff up to partially block it, but too late -- some of the venom hits her EYES, blinding her. She drops her staff and cradles her face in her hands.

TEELA
<cry of pain>

FISTO pounds the strangling tongue with his huge fist -- Tung releases him. As FISTO struggles to catch his breath --

KHAN - pivots and SPITS more venom. ADJUST TO FISTO - The venom strikes his eyes.

WIDER - Tung SLURPS UP his tongue. Fisto staggers around, clutching his eyes, blinded.

KING HISS - calmly starts down the stairs, pleased.

KiNG HISS (heads in unison)
Well done, Kobra Khan.

KHAN - nods respectfully to Hiss, then slides a glance at:
TUNG LASHOR - who glares back at him, jealously.

INCLUDE ALL - King Hiss still making his way down the stairs...the helpless Fisto and Teela at the bottom. The other Snake Men gather around the Masters...

KiNG HISS (heads in unison)
Now *this* will be a feast.

HISS'S SNAKE MOUTHS - open their jaws extra-wide & start surrounding the Masters, ready to eat them. But then:

DRAMATIC ANGLE ON HE-MAN - as he LEAPS acrobatically from a high area and lands in between Hiss and the Masters... simultaneously kicking and punching away Hiss's snake heads (perhaps uses the snake fork to push away one head..) followed by a quick dramatic uppercut to the main King Hiss snake head - sending him reeling...

He-MAN
Nobody eats my friends.

HISS staggers back, reacts *really* angry -- all eyes furious.

KHAN - SNAPS OPEN his hood and SPITS VENOM!

HE-MAN - easily BLOCKS the stream with his expanding Snake Shield and charges...

HE-MAN FLATTENS Khan with a BACKHAND BLOW from the shield -
- KHAN sails into a trio of Snake Men, sending them all flying.

TUNG LASHOR - LASHES his tongue at He-Man! ADJUST ANGLE -
He-Man GRABS his tongue out of the air in mid-strike and gives it a powerful YANK! and TUNG LASHOR is sent FLYING!

SSSQUEEZE - comes charging at He-Man with MAA's mace.

HE-MAN - pivots and fires his telescoping SNAKE-FORK...

ON SSSQUEEZE - The fork KNOCKS the mace out of his hand -- taking him by surprise. As he looks OS, after it...

HE-MAN <<as the fork RETRACTS>> does a flying leap at SQUEEZE ...and WHOMPS him.

SSSQUEEZE - goes flying, landing in daze against a wall.

WIDE - it's just He-Man & Hiss who's midway up the stairs.
He-Man strides confidently toward bottom of the stairs.

He-MAN
It's just you and me Hiss.

KING HISS - regards him with chilling calm -- raises his
scepter -- at end of his dialog, he fires it.

KiNG HISS (heads in unison)
How fitting it should end here. My
Temple. Your tomb. <fires>

HE-MAN employs the Snake Shield -- but even so, the mighty
blast knocks him backwards, so he lands face down on the
ground, dazed -- near the base of the stairs.

HE-MAN
We'll see about that.

HISS - imperiously takes a few more steps down the stairs,
his staff ready, as if ready to finish off He-Man.

King hiss
(disdain) You know He-Man, I *knew*
King Grayskull. I *fought* King
Grayskull. And you're...<raises
scepter, ready to fire>>...no King
Grayskull.

HE-MAN suddenly spins around and whomps his sword mightily
at the base of the stairs.

ANGLE - THE STAIRS cleave vertically in half, Hiss is
rocked backwards off balance -- losing his scepter.

HE-MAN is about to leap up at Hiss -- when RATTLOR suddenly
streaks INTO FRAME & WHOMPS He-Man with a powerful HEAD
BUTT!

HE-MAN - hurtles through space and SLAMS into a snake
column. He drops to the ground and COLLAPSES in a heap.

RATTLOR - relishes his return to action, hurries in and
helps Hiss regain his footing. One of Hiss' heads looks at
Rattlor.

He Man

<pain impact>

KiNG HISS (heads in unison)
Welcome back, General.

Rattlor rolls his neck, <POPPING> vertebrae.

RatTLOR
I live to serve you, my King.

ANGLE - Rattlor leaps down and moves towards He-Man,
passing KHAN who is recovering. Khan smiles.

KoBRA KHAN
You escaped from that wretched
Eternian prison...

RATTLOR - He stops, gets in Khan's face, grabs him angrily.

RatTLOR
You knew where I was, yet you left
me to rot?

KOBRA KHAN - cowers a bit, then gets a cocky look, grabs
Rattlor's strong hand and pulls it off him.

KOBRA KHAN
I have the power of ambrosia in
me. I'm stronger than you.

RATTLOR - seeing Khan's new power, gets a dark sinister
look.

RATTLOR
For now. (with dark malice) Once
it has worn off, we will talk.

KHAN reacts cowered. ADJUST as RATTLOR turns to see: HE-
MAN - dazed, climbing to his feet. RATTLOR stalks toward
him, eager for more.

OTS RATTLOR - An ARMORED HAND taps his shoulder. He turns.

RATTLOR'S POV - Fisto PUNCHES the CAMERA!

WIDER - The mighty blow KNOCKS Rattlor thru the air...

KING HISS sees this and heads up the stairs -- where he's

going to recover his Scepter.

HE-MAN and FISTO hurry to TEELA, who's kneeling beside the rubble of the wall, trying to dig it out & locate MAA...but we see there's a drop that he could've fallen down.

HISS atop the stairs, raises his Snake Scepter. Sssqueeze - now recovered, joins him.

KiNG HISS (heads in unison)
Awaken, guardians of old...

ENERGY STREAMS from the artifact...PAN WITH IT...as the ENERGY slithers thru the air in 4 directions & FLOWS INTO the 4 STONE SNAKE SCULPTURES. ADJUST TO FISTO -- who sees this...

FISTO
What in Eternia...

ANGLE - A 20-foot long stone sculpture begins to MOVE!

LOW ANGLE - The sculpture BREAKS FREE of the column and SLITHERS into the center of the Temple.

WIDE - All four stone snake sculptures are MOVING, slithering

toward the Masters with a terrifying <RUMBLE>...

A STONE SNAKE - STRIKES! The Masters DIVE aside a split second before the monster SMASHES the ground at their feet!

TUNG LASHOR and KHAN hurry up the stairs, joining SSSQUEEZE & HISS who are at the top of the stairs...and all smile sinisterly as they watch the Masters' fate --

TEELA - BASHES an attacking snake with her staff, but the blow barely fazes the creature...

HE-MAN - rolls to his feet. A stone snake suddenly LUNGES INTO FRAME -- & He-Man GRABS the beast's jaws! Struggles mightily to keep the its fanged mouth from closing on him.

FAVOR KING HISS - Rattlor, Kobra Khan, Sssqueeze, Tung Lashor, and the Snake Soldiers join him on the dais. Hiss steps to the ornate ALTAR and brandishes his Scepter.

Caligars (OS)
<alarmed WALLAS>

KING HISS (heads in unison)
Ancient Ones, I call on you to
bring forth the medallion of the
mighty and terrible Ceratus!

HISS places the Scepter into the altar. A pair of JEWELLED
SNAKE EYES on the altar begin to GLOW. It's working...

HE-MAN - continues his struggle with the Guardian STONE
SNAKE. Mustering his strength, he HURLS the snake aside.

FISTO - DODGES a snake strike, but gets WHOMPED by the
creature's tail!

TEELA - vaults over a strike and lands on the beast's head.
THE SNAKE - recoils and SHAKES OFF Teela. She goes flying.

ON THE DAIS - The twin lava falls BEND toward each other
and INTERTWINE. Eerie...ADJUST TO KING HISS - He watches,
in awe and delight.

THE LAVA forms into a MAGMA SNAKE! It STRETCHES out toward
King Hiss...and opens its "mouth," REVEALING a MEDALLION
inside its center - an amber-like gem -- and inside it - a
mini-replica resembling the 3 headed Snake Mountain>>

KING HISS reaches out & takes the Medallion. EVIL ENERGY
roils within its gem. Hiss revels in his prize, its GLOW
ILLUMINATING his frightening visage.

KING HISS (heads in unison)
Come, our task here is complete.

WIDE - King Hiss and the Snake Men head off into a tunnel..

HE-MAN - sees them go and is ready to pursue...when he
hears:

HE-MAN quickly pivots to see the chained CALIGARS shrink in
alarm as a stone snake COILS and prepares to strike...

HE-MAN - engages his expanding shield...and leaps...

LOW ANGLE - The snake opens its mouth & starts to attack... when the SHIELD whomps its head & KNOCKS it away!

THE CALIGARS - nod thankfully to He-Man, then one of them points alarmedly behind him.

HE-MAN - before he can react, another stone snake darts in behind He-Man and COILS AROUND him! CLOSER - He-Man is CRUSHED in the stone coils!

FISTO - backs away from an advancing snake. It STRIKES!

ANGLE - MAA suddenly DIVES INTO FRAME & DEPLOYS his WRIST SHIELD in time to save Fisto from the attack! The IMPACT sends MAA TUMBLING...

MAA - recovers quickly and brandishes his mace. FISTO - slides a sardonic glance at Man At Arms:

FISTO
Better late than never.

MAA scowls in response, but then REACTS as...WIDE - 3 STONE SNAKES come towards MAA, Fisto & Teela. They're backed against the wall. It looks grim...<<HE-MAN is still in the coils of the 4th snake>>>

SNAKE #1 - moves in for the kill...when it's suddenly struck from above by a steel sword. It looks up angrily. REVEAL LORD DACTYS - hovering, bat wings flapping, sword at the ready!

SNAKE #2 and #3 - are attacked by Randor and Ceratus, both armed with SPELEAN STEEL!

THE MASTERS - react with relief and surprise.

Fisto
Good timing.

FAVOR RANDOR - He DUCKS a strike and THRUSTS with his sword.

RaNDOR
(calls out) Where's Adam?

MAA leaps into the fray, joining Randor vs. Snake #2. Before MAA can answer, Teela in the b.g. (moving to aid Ceratus who's battling Snake 3) calls out:

TEela
(puzzled) Didn't he summon you?

Randor
(calls) No one summoned us. The
peace talks were getting nowhere.
I thought we could be at least be
of use here.

Fisto - goes to join Dactys vs. Snake #1.

HE-MAN - musters his strength...and BURSTS FREE of his
snake's coils with a MIGHTY FLEX!

ANGLE - as SNAKE #2 LUNGES toward Randor and MAA -- Randor
THRUSTS his sword into the stone creature's neck!

MAN AT ARMS - CLOBBERS its head with his mace...WIDER -
Snake #2 WRITHES against their combined assault and
CRUMBLES.

HE-MAN does some cool sword play against the snake he
faces, spinning to EVADE a fanged mouth attack.

FAVOR FISTO - Stone Snake #1 shrugs off SLASHES from the
airborne Dactys and STRIKES at Fisto!

ANGLE - Fisto winds up and meets the strike with a POWERFUL
blow from his armored fist!

SNAKE #1- SHATTERS into dust head-to-tail on IMPACT.

ANGLE - Ceratus BATTERS Snake #3 with a WHIRLING attack,
using both his Spelean blade and his clubbed tail!

At the same time, TEELA - LEAPS into the air, SPINNING her
staff. She winds up and SLAMS the staff down onto the
snake's head -- it gets slightly dazed.

HE-MAN uses the opportunity to leap in & grab the dazed
Snake #3 by the tail. WIDE - he swings it and it smashes
into the

remaining snake -- sending both stone snakes flying...

THE TWO SNAKES - PLUNGE into the lava falls and are SWEPT
into the fiery chasm.

ANGLE - Teela looks on as Fisto speaks with MAA.
<<INTERCUT- we see He-Man heading OS, unnoticed.>>

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ANGLE - Ceratus heads towards his captive Caligars - as he does, he pauses by Dactys, with begrudging respect.

CeRATUS
You...fought well.

LORD Dactys
As did you.

CERATUS uses his sword to break the chains of a Caligar, then hands the freed guy the sword to free the others.

TEELA notes something OS. Then ADJUST TO ADAM - striding in. In b.g. - A Caligar informs Ceratus of some bad news.

FiSTO
For a while there I thought you
had deserted us, Duncan.

MAA - levels a chilly gaze at him.

MaN AT ARMS
I was injured.

FISTO
Kinda like I was during the Great
Unrest.

TEELA watches, as MAA considers, then scowls defensively.

MAN AT ARMS
It's not the same thing. You
never returned to battle.

TEELA - narrows her eyes,
disappointed

Teela
Well, looked who turned up.

Adam
I...must've taken a wrong turn.
Got lost.

FAVOR MAA - He reports to Randor, Dactys.

MaN AT ARMS
King Hiss found what he came here
for...whatever it was.

CERATUS enters shaken -- his freed Caligars are behind him.

Ceratus
I've just learned that one of my
soldiers...was devoured.

DACTYS nods sympathetically.

Dactys
You...have my sympathies.

CERATUS - looks around the sinister chamber, considering.

Ceratus
It is clear to me now...that a war
between our people can only allow
a greater evil to flourish.

Ceratus looks at DACTYS, hold a beat - how will he react?
DRAMATIC pause -- as first Ceratus, then Dactys reach out
a hand. They CLASP HANDS as ADAM looks on. Randor adds his
hand to seal the treaty.

RACK FOCUS - TEELA looks at the former enemies shaking
hands, raises a wry eyebrow at MAA and FISTO.

Teela
(sly) Imagine that, two former
enemies putting aside their
differences...

MAA casts a sheepish glance at FISTO. A beat, then MAA
offers his hand. FISTO hesitates, then reaches out his own
massive hand and they shake. As Teela smiles to see this,
we...

FADE OUT.

THE END

FADE IN:

MORAL TAG

Ext. Castle courtyard - DAY

HE-MAN is in the FG, addressing CAMERA. In the BG we can see MEKANEK talking and joking with TEELA and STRATOS.

He-man
Holding a grudge never solves
anything.

FAVOR RAM MAN - off by himself, a sour look on his face as he glances at the other Masters, who are having a good time.

HE-MAN (o.s.)
It's always best to talk it out.
The problem might be a simple
misunderstanding, or something
that could be resolved with an
apology.

ANGLE - Ram Man takes Mekanek aside & says something to him. Mek replies, eliciting a smile from Ram Man. The two SHAKE HANDS. RACK FOCUS TO HE-MAN in f.g. He smiles at CAMERA:

HE-MAN
You'll both feel better about it
if you do. Until next time....

FADE OUT.